

***THE***  
***GREENBRIER***  
***COMPANIES***

The Greenbrier Companies, Inc.

One Centerpointe Drive Suite 200  
Lake Oswego Oregon 97035  
503 684 7000 Fax 503 684 7553

RECORDATION NO. 18304-A FILED

August 19, 2005

AUG 22 '05

5-00 PM

SURFACE TRANSPORTATION BOARD

AUG 22 2005  
RECEIVED

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
1925 K Street, N.W., Room 704  
Washington, D.C. 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) fully executed and acknowledged originals and two (2) photocopies of a Termination of Lease effective April 1, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

This document relates to the Memorandum of Lease Agreement dated as of March 26, 1993, which was duly filed and recorded in July, 1993 and assigned Recordation Number 18304.

The names and addresses of the parties to the enclosed document are:

|         |  |
|---------|--|
| Lessor: | Greenbrier Railcar, Inc.<br>One Centerpointe Drive, Suite 200<br>Lake Oswego, Oregon 97035 |
| Lessee: | MidSouth Corporation<br>111 East Capitol Street, Suite 500<br>Jackson, Mississippi 39201   |

A description of the railroad equipment covered by the enclosed document is fifty (50) 100-ton woodchip gondola railcars bearing marks and numbers as follows:

Old Marks and Numbers  
GPMX 10200 through  
GPMX 10249, inclusive

Current Marks and Numbers  
VCY 10200 through  
VCY 10249, inclusive

Also enclosed is a payment of \$33 payable to the order of the Surface Transportation Board covering the required recordation fee.

Mr. Vernon A. Williams  
August 19, 2005  
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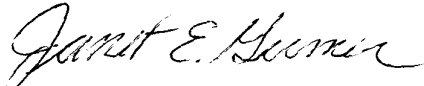
A short summary of the enclosed secondary document to appear in the Board's Index is:

Termination of Lease effective April 1, 2005, terminates Schedule No. 1 dated as of March 26, 1993 (to the Lease Agreement dated as of March 26, 1993) between Greenbrier Railcar, Inc., Lessor, and MidSouth Corporation, Lessee.

Kindly return two stamped originals and two stamped copies of the Termination of Lease Schedules to the undersigned.

If you have any questions, please do not hesitate to call.

Sincerely,



Janet E. Germer  
Executive Assistant

jeg  
Enclosure

cc: Robert W. Alvord, Esq.

TERMINATION OF LEASE

AUG 22 '05

5-00 PM

## SURFACE TRANSPORTATION BOARD

This Termination of Lease, effective April 1, 2005, terminates Schedule No. 1 dated as of March 26, 1993 (to the Lease Agreement dated as of March 26, 1993) between Greenbrier Railcar, Inc., Lessor, and MidSouth Corporation, Lessee, covering fifty (50) 100-ton woodchip gondola railcars bearing marks and numbers as follows:

Old Marks and Numbers

GPMX 10200 through  
GPMX 10249, inclusive.

Current Marks and Numbers

VCY 10200 through  
VCY 10249, inclusive

A Memorandum of Lease Agreement dated as of March 26, 1993 between the Lessor and the Lessee evidencing such Schedule No. 1 (and such Lease Agreement) was recorded with the Surface Transportation Board (fka Interstate Commerce Commission) in July 1993 and assigned primary Recordation Number 18304.

This Termination of Lease shall not impair or terminate the rights and obligations of the parties under such Schedule No. 1 (and such Lease Agreement) which expressly survive its termination.

GREENBRIER RAILCAR, INC., Lessor

By: Norriss M. Webb

Title: Vice President

STATE OF OREGON                   )  
  ) ss.  
County of Clackamas            )

On this 17<sup>th</sup> day of August, 2005, before me personally appeared Norriss M. Webb, to me personally known, who being by me duly sworn, says that he is the Vice President of Greenbrier Railcar, Inc. that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.



Janet E. Germer  
Notary Public for Oregon  
My commission expires: 5/28/2006